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Counsel for Ally Financial Inc. and Ally Bank

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Case No. 12-12020 (MG)
Debtors.)	Jointly Administered
)	

AFFIDAVIT OF SERVICE

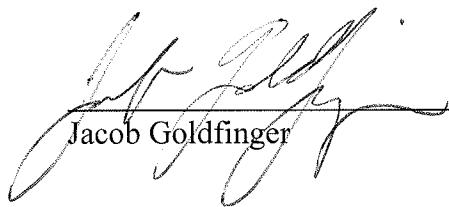
I, Jacob Goldfinger, state as follows:

1. I am over 18 years of age and I believe the statements contained herein are true based on my personal knowledge. I am employed by Kirkland & Ellis LLP, located at 601 Lexington Avenue, New York, NY 10022-4611.
2. On November 12, 2012, I caused service of the *Ally Financial Inc.'s List of Potential Witnesses and Potential Exhibits for November 19, 2012 Sale Hearing* [ECF No. 2148] to be effected on the parties listed on the attached service list via electronic mail and first class mail.

I declare under penalty of perjury under the laws of the United States of America that the following is true and correct.

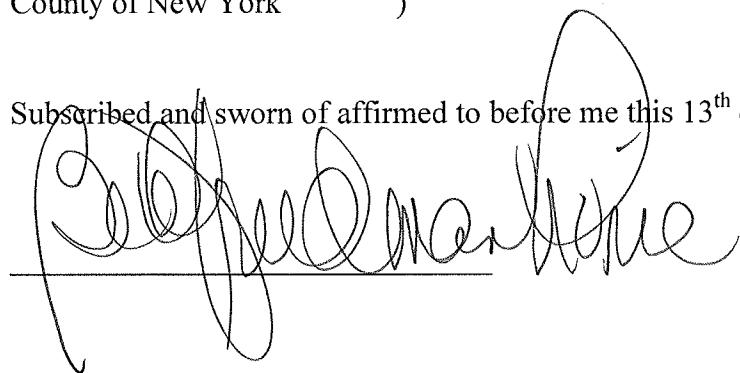
Dated: New York, New York
November 13, 2012

State of New York)
)
) ss
County of New York)



Jacob Goldfinger

Subscribed and sworn of affirmed to before me this 13th day of November, 2012.



BETH FRIEDMAN LURIE
NOTARY PUBLIC, State of New York
No. 4783035
Qualified in Nassau County
Commission Expires Sept. 30, 2013

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Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave		Summit	NJ	07901		201-593-2456		kelvin.vargas@db.com	Indenture Trustee to Unsecured Notes / Top 50 Creditor
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Linebarger Goggan Blair & Sampson LLP	John P Dillman Esq	PO Box 3064		Houston	TX	77253-3064		713-844-3478	713-844-3503	houston_bankruptcy@lgb.com	Counsel to Texas Taxing Authorities - Katy ISD, Matagorda County, Cypress-Fairbanks ISD, Tyler County, Cleveland ISD, Fort Bend County, Montgomery County, Harris County, Galveston County, Orange County; Counsel to Taxing Authorities
Locke Lord LLP	Casey B Howard	3 World Financial Center		New York	NY	10281-2101		212-812-8342	212-812-8372	choward@lockelord.com	Interested Party
Loeb & Loeb LLP	Walter H Curchack, Vadim J Rubinstein & Debra W Minoff	345 Park Ave		New York	NY	10154		212-407-4000	212-407-4990	wcurchack@loeb.com ; vrubinstein@loeb.com ; dminoff@loeb.com	Counsel to Wilmington Trust NA, as Indenture Trustee
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Munger Tolles & Olson LLP	Thomas B Walper	355 S Grand Ave		Los Angeles	CA	90071		213-683-9100		Thomas.walper@mto.com	Counsel to Berkshire Hathaway Inc
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Proskauer Rose LLP	Scott K Rutsky & Jared D Zajac	Eleven Times Square		New York	NY	10036		212-969-3000	212-969-2900		Counsel to Dallas CPT Fee Owner LP
Quinn Emanuel Urquhart & Sullivan LLP	Daniel L Brockett & David D Burnett	51 Madison Ave 22nd Fl		New York	NY	10010		212-849-7000	212-849-7100	danbrockett@quinnmanuel.com ; daveburnett@quinnmanuel.com ; emvandersen@quinnmanuel.com	Counsel to The Prudential Insurance Company of America, The Gibraltar Life Insurance Company, Ltd., Park Place Commerce Investments, LLC, Prudential Retirement Insurance and Annuity Company, Prudential Annuities Life Insurance Corporation, Pruco Life Insurance Company of New Jersey, Commerce Street Investments, LLC, Institutional Core Bond Fund of the Prudential Trust Company Master Commingled Investment Fund for Tax Exempt Trusts, Institutional Core Plus Bond Fund of the Prudential Trust Company Master Commingled Investment Fund for Tax Exempt Trusts, Pru Alpha Fixed Income Opportunity Master Fund I, L.P., Pruco Life Insurance Company, Prudential Annuities Life Assurance Corporation, Prudential Investment Portfolios 2, Prudential Core Short-Term Bond Fund, Prudential Total Return Bond Fund, Inc., Prudential Trust Company, as Trustee for Prudential Merged Retirement Plan, The Prudential Investment Portfolios, Inc., Asset Allocation Fund, The Prudential Life Insurance Company, Ltd., and The Prudential Series Fund, Diversified Bond Portfolio
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Secretary of State, Division of Corporations		99 Washington Ave Ste 600	One Commerce Plz	Albany	NY	12231-0001		518-473-2492	518-474-1418		Secretary of the State - Division of Corporations
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549		202-942-8088	202-772-9318	secbankruptcy@sec.gov	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022		212-336-1100	212-336-1320	secbankruptcy@sec.gov;newyork@sec.gov	Securities and Exchange Commission - New York Regional Office
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The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286					Indenture Trustee under the Pre-Petition GSAP Facility
The Bank of New York Mellon	Attn: Robert H Major Vice President	6525 West Campus Oval		New Albany	OH	43054		614-775-5278	614-775-5636	robert.major@bnymellon.com	Member of Official Committee of Unsecured Creditors
The Canada Trust Company	Susan Khokher	79 Wellington Street, West, 8th Floor	PO Box 1, Toronto-Dominion Centre	Toronto	ON	M5K 1A2	Canada	416-308-3825	416-983-2044	Adam.Parkin@tdsecurities.com;Christopher.stevens@tdsecurities.com	Securitization Trustee
Travis County Attorney	Kay D Brock Assistant Travis County Atty	PO Box 1748		Austin	TX	78767		512-854-9513	512-854-4808	kay.brock@co.travis.tx.us	Counsel to Tina Morton Travis County Tax Assessor Collector
U.S. Bank National Association	Attn: George Rayzis	50 South 16th Street	Suite 2000	Philadelphia	PA	19102		215-761-9317		george.rayzis@usbank.com	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Bank National Association	Attn: Irina Palchuk	60 Livingston Avenue	EP-MN-WS1D	St. Paul	MN	55107		651-495-3404	651-495-8100	irina.palchuk@usbank.com	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Bank National Association	Attn: Mamta K Scott & David A Jason	190 S. LaSalle Street		Chicago	IL	60603		312-332-6578		mamta.scott@usbank.com;david.jason@usbank.com	Member of Official Committee of Unsecured Creditors
U.S. Bank National Association	Michelle Moeller	60 Livingston Ave.		St. Paul	MN	55107		651-495-3839	866-869-1624	michelle.moeller@usbank.com	Securitization/HELOC Trustee
U.S. Bank National Association	Tanver Ashraf, Corporate Trust Services	West Side Flats, EP-MN-WS3D		60 Livingston Ave.	St. Paul	MN	55107	651-495-3882	866-831-7910	tanveer.ashraf@usbank.com	Securitization/HELOC Trustee
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US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004		212-510-0500	212-668-2255	Tracy.Davis2@usdoj.gov ; Linda.Riffkin@usdoj.gov ; Brian.Masumoto@usdoj.gov	Office of the United States Trustee for the Southern District of New York
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Wilmington Trust NA	Julie J Becker Vice President	50 South Sixth St Ste 1290		Minneapolis	MN	55402-1544		612-217-5628	612-217-5651		Member of Official Committee of Unsecured Creditors
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